BEFORE THE
STATE OF WISCONSIN
DEPARTMENT OF FINANCIAL INSTITUTIONS
DIVISION OF SECURITIES

In the Matter of REGISTERED INTERNET SITE OPERATORS	ORDER REGARDING RECEIPT OF COMMISSIONS File No. S-235719

WHEREAS the Division of Securities, Department of Financial Institutions ("Division"), is charged with the administration of Chapter 551, Wis. Stats., the Wisconsin Uniform Securities Law (the "Law");

WHEREAS 2013 Wisconsin Act 52 amended the Law in part by requiring the filing of registration statements by Internet site operators;

WHEREAS Wis. Stats. § 551.205(1)(b) provides that an Internet site operator is exempt from broker-dealer registration if, among other conditions, it is compensated based on the amount of securities sold and the fee that it charges an issuer "is a fixed amount for each offering, a variable amount based on the length of time that the securities are offered on the Internet site, or a combination of such fixed and variable amounts";

WHEREAS Wis. Stats. § 551.205(3) further provides that if the Securities and Exchange Commission ("SEC") adopts rules that authorize funding portals to receive commissions without registering as broker-dealers, the Division "shall promulgate rules authorizing Internet site operators registered with the division under sub. (1)(b) that are not registered as broker-dealers under s. 551.401 to receive commissions";

WHEREAS in May 2016, the SEC adopted final rules for federal crowdfunding that authorize funding portals to receive commissions without broker-dealer registration. As a result, the Division anticipates future legislative changes that are consistent with the direction provided in Wis. Stats. § 551.205(3);

WHEREAS pursuant to §§ 551.203 and 551.605(1), Wis. Stats., the Administrator of the Division may waive, in whole or in part, any or all of the conditions for an exemption under § 551.202;

WHEREAS pursuant to § 551.605(2), Wis. Stats., the Administrator of the Division finds that the issuance of this Order is necessary or appropriate in the public interest or for the protection of investors and is consistent with the purposes intended by the policy and provisions of the Law;

THE DIVISION THEREFORE ORDERS THAT:

An Internet site operator registered with the Division under Wis. Stats. § 551.205(1)(b) shall be permitted to receive a fee from an issuer in the form of commissions or performance based compensation so long as such fee is consistent with the crowdfunding rules adopted by the Securities and Exchange Commission under authority of section 3(h) of the Securities Exchange Act of 1934.

This Order is effective as of the date executed by the Administrator and shall remain in effect until amended or rescinded by the Administrator of the Division.

So ordered at Madison, Wisconsin this 16th day of November, 2016.

(SEAL)

Leslie M. Van Buskirk

Leslie M. Van Buskirk
Administrator – Division of Securities